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Atty. Docket No. 014951-0491 Express Mail Label No. EV320046058US

DECLARATION AND POWER OF ATTORNEY

I, Thomas Schwalb, hereby declare that:

My residence, mailing address, and citizenship are as stated below next to my name;

I verily believe that I am the original inventor of the invention or discovery entitled CONNECTING TELEPHONE CALLS OVER TWO DISPARATE NETWORKS, which is described and claimed in the specification filed herewith and accorded Serial No.

I acknowledge my duty to disclose information that is material to the examination of the application in accordance with 37 C.F.R. § 1.56(a);

I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

POWER OF ATTORNEY: I hereby appoint the following attorneys and/or agents to prosecute this application and any other application for letters patent, utility model, invention registration or any other form of legal protection relating to any invention or discovery disclosed or claimed therein, any continuation, division, renewal, extension, substitute, reexamination, reissue or continuation-in-part thereof, any application claiming priority therefrom under any right of priority or any treaty or convention, for any country or regional or international patent convention, to transact all business relating thereto, to make or receive payment, and to appoint agents and attorneys to perform any of the foregoing, before the United States Patent and Trademark Office and any other legal authority or convention authority in any country throughout the world:

Joel E. Lutzker, Reg. No. 29,406, Leonard S. Sorgi, Reg. No. 33,211, and Anna Vishev, Reg. No. 45,018, all of Schulte Roth & Zabel, LLP, 919 Third Avenue, New York, NY 10022, (212) 756-2000, and all attorneys associated with PTO Customer No. 29619.

Send correspondence to:

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Direct telephone calls to Anna Vishev, Esq. at telephone number (212) 756-2167.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States

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Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

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